



COMPANY BROCHURE

BM INTELLIGENCE

BMI CORPORATE SERVICES LIMITED

(Member of BM Intelligence Group)

a Hong Kong Listed Company



Professional Services



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HONGKONG

Situated at the heart of South East Asia, Hong Kong is favourably positioned to bridging the time gap between North America and Europe, while maintaining strong links with the Chinese Mainland and other economies in the South East Asian region and excellent communications with the rest of the world.



Hong Kong has been ranked the world's freest economy for 10 consecutive years (Heritage Foundation 2004). Covering a total area of just under 1,100 square kilometres and a population of approximately 7 million, Hong Kong's gross domestic product per capita in 2003 was US\$23,300, which was amongst the highest in Asia.

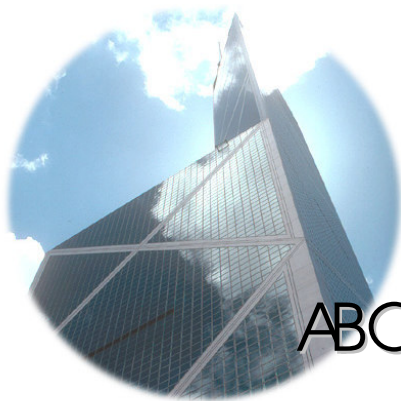


HONGKONG AS AN INTERNATIONAL FINANCIAL CENTRE

Hong Kong has been enjoying a level playing field and a sound regulatory regime. With a simple and low tax structure and in the absence of restrictions on capital inflows and outflows, Hong Kong has transformed into a leading financial centre in the region and premier offshore centre for Chinese Mainland companies for capital formation.

The execution of the Closer Economic Partnership Arrangement (CEPA) with the Chinese Mainland in June 2003 has facilitated the further development of economic links between the two sides. Hong Kong is in the best position to providing linkages for the outside world into China and vice versa.





ABOUT BM CORPORATE SERVICES

BMICS, a member of the BM Intelligence Group headquartered in Hong Kong and listed on the Hong Kong Stock Exchange, is a leading professional services provider of comprehensive and reliable corporate secretarial services in Hong Kong, Greater China and Asia.

We aim at delivering expertise business support that meets our clients' needs in allowing you to concentrate on what our clients know best and do best, that is growing their businesses and not let these obstacles hinder their many great plans.

COMPANY SECRETARIAL SERVICES FOR LISTED COMPANIES IN HONG KONG



Going public no doubt symbolises the capability and profitability that the company has achieved. However along with the additional funding, the company would be exposed to the ever-changing and stringent compliance requirements, whether it is the Securities and Futures Ordinance, the Listing Rules, the Laws of Hong Kong or the respective jurisdictions, or the Hong Kong Code on Takeovers and Mergers.

At BMICS, we offer a comprehensive range of corporate secretarial services for listed companies in Hong Kong that may be categorised into three levels:

Basic Filings

As bound by the Companies Ordinance, listed companies in Hong Kong similar to Hong Kong private companies, are exposed to continual reporting obligations to filing of returns with regulatory bodies and governmental bodies in Hong Kong.



Our company secretarial services for basic filings requirements include:

- v Preparation and filing of monthly return to the Stock Exchange
- v Preparation and filing of statutory returns to the Companies Registry

Interval Reports and Other Ongoing Maintenance

As required by the Listing Rules, Main Board listed companies are required to release their preliminary announcements and relevant reports of interim and annual results within 3 and 4 months after the period/year ends respectively. While GEM listed companies are required to release their quarterly and interim reports and results within 45 days after the period ends and 3 months after their financial year ends.

In assisting our clients to ensuring full compliance with the increasingly complex rules and disclosure requirements, while meeting the stringent deadlines upheld by the Stock Exchange, and still acting within their budgets, our company secretarial services for financial reports include:

- v Preparation and publication of annual, interim and quarterly results announcements and reports
- v Preparation of circulars and public announcements
- v Share repurchase and issuance mandates
- v Liaison with the Hong Kong Stock Exchange and regulatory bodies on disclosure requirements
- v Convening, facilitating and attending board and general meetings and preparation of chairman's scripts and minutes thereof



Special Events

Whether it is pre-listing restructuring exercises or it is post-listing corporate financing, streamlining and reorganisation of share capital, all require the due care and expertise in the relevant laws and rules. Our teams of experts deliver the best quality of company secretarial services to ensure that all regulatory requirements are met and our company secretarial services for special events include:

- Placing, allotment and repurchase of shares
- Rights issue, bonus issue and issue of warrants and options
- Subdivision, consolidation and reclassification of shares
- Script dividend scheme and share option scheme
- Change of officers, auditors and financial year end dates
- Privatisation

Company Secretarial Services for Private Companies



Our knowledge and understanding of up-to-date statutory, governance and compliance requirements extend beyond listed companies to include private companies and other unincorporated businesses and organisations.

BMICS fully appreciates that different business works best on different structures and establishing a company, onshore or offshore, is a serious matter that should not be undertaken without careful consideration of all factors involved.

In addressing our clients' needs, our company secretarial services include:



Business Information and Registration

- v Advising on business structures and types of entity to be formed that best suit our clients' needs
- v Formation of businesses in Hong Kong and various other offshore jurisdictions, including Bahamas, Belize, Bermuda, British Virgin Islands, Cayman Islands, Macau, Chinese Mainland, Samoa and many others
- v Registration of branch and representative office in Hong Kong and the Chinese Mainland
- v Establishment of onshore and offshore trusts and foundations
- v Liaison with lawyers and auditors where necessary

Please see our Guide to Setting up on Business for further information

Maintenance Services

- v Provision of nominee directors and shareholders, company secretary and trustee services
- v Provision of registered office address and mail forwarding services
- v Preparation and filings of statutory forms and returns with Companies Registry, Inland Revenue in Hong Kong and other overseas governmental bodies where required
- v Transfer and allotment of shares, change in authorised share capital





Liquidation, Deregistration and Cessation of Business

- v Advising on the closure of business
- v Acting as liquidator
- v Managing the liquidation, deregistration and striking off processes
- v Application for dormant status
- v Liaison with governmental bodies and commissions in the relevant jurisdictions

Company and Land Search Services

- v Provision of comprehensive and timely company and land search reports

Trust and Foundations

- v Formation of discretionary and family trust
- v Advising on the structure of trust/foundations
- v Acting as trustees and provision of trust/foundation administration services

Please see our Guide to Trust for further information

Miscellaneous

- v Setting up and operation of bank accounts
- v CEPA, [ISO9001] and Money Lenders Licence application
- v Register of trademark and patent
- v Change of Name of Company/Trust
- v Amendment to Memorandum and Articles of Association

Related Services

Virtual Office

- v Advising on Individual and Corporate Tax Planning, Estate Duty Planning and International Tax Planning
- v Bookkeeping and Accountancy services through our computerized systems and experienced professionals
- v Payroll and Administration

Why BMICS?

As we are entering onto this era where sound governance is increasingly recognised as the foundation to long-term strategic sustainability, BMICS aims at being your partner that grows your business and we are fully capable of doing so because we have the essential qualities that allow us to deliver:

Personal, Flexible and Efficient

It is our practice to operate completely independent from any other group to preserve absolute confidentiality while maintaining the highest degree of flexibility and providing our clients with the efficiencies of one of the most dynamic international business cities in the world.



In-House Legal Support

When most professional firms have to consult other law firms for legal advice, we have our own in-house legal advisor who can give you immediate legal advice, which is equally important for listed and private companies since company secretarial matters usually require quick and accurate legal support. At BMICS, we offer one-firm approach that assists our clients to excel in these ever-changing and increasingly complex legal and regulatory frameworks.

Rich Professional Knowledge and Extensive Experience

Our specialist team of professionals consisting lawyers, chartered accountants and chartered secretaries possess the necessary knowledge and experience in handling the company secretarial matters of listed and private companies in onshore and offshore jurisdictions. We are familiar with the commercial laws, listing rules, ordinances, regulations and the best practices in regions where our clients operate.



Corporate Finance Background

In addition to advising on company secretarial matters, our specialist team of professionals also add value to our clients' business by being able to view the whole picture from the corporate financing prospective when providing advice.

Well-Established Network in the PRC

Our offices in Shenzhen and Shanghai staffed with CICPAs and experienced professionals are in possession of well-established networks in the PRC and are ready to assist our clients in determining the most appropriate solution and allowing them harvest good returns.



Costs and Fees

It is our group policy to provide quality services at competitive price and BMICS is always happy to give an indication of our charge to clients without obligation. Additional to the company and trust formation and administration, BMICS undertake services such as re invoicing at an agreed remuneration. BMICS's quoted fees for private companies are inclusive of all local registered agent costs and government charges. Out of pocket expenses are charged separately and would be principally client communication costs. Material extra costs such as expenses for obtaining legal opinion are always agreed with clients before being incurred.

When requesting a fee quotation for company or trust formation, clients should indicate the preferred domicile, whether nominee services are to be provided and the scope of any additional services required such as the opening of bank accounts or the preparation of powers of attorney.

Clients should note that in order to maintain companies in good standing, it is important to pay fees promptly since in all jurisdictions, failure to settle government charges on time will usually result in penalties being levied or in the company being struck off. Penalties and/or the costs of reinstating companies can be substantial. BMICS will normally notify clients in advance of renewal fees becoming due. In general, all other types of work undertaken are charged accordingly to time spent and the level of skills and responsibilities involved and are subject to agreement with clients.



Communicating with BMCS

Hong Kong Head Office

Suite 06-12, 33/F., Shui On Centre,
6-8 Harbour Road,
Wanchai, Hong Kong

Tel: 852-2802 2191
Fax: 852-2802 0331
E-mail: info@bmintelligence.com
Website: www.bmintelligence.com

China– Shanghai Office

Room 2505, LT Square,
No. 500 North Chengdu Road, Shanghai,
China (Postal Code: 200 003)

Tel: 86-21-6360 8969 / 86-21-6360 8905 /
86-21-6360 8983
Fax: 86-21-6360 8985
E-mail: shanghai@bmcl.com.hk



China– Shenzhen Office

Suite 1508, Times Plaza
No. 1 Taizi Road, Shekou
Shenzhen, Guangdong, China
(Postal Code: 518067)

Tel: 86-755-2688 0201
Fax: 86-755-2688 0210
E-mail: shenzhen@bmcl.com.hk